

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION

GREATER PENNSYLVANIA CARPENTERS  
PENSION FUND,

Plaintiff,

vs.

CHEMED CORP., KEVIN MCNAMARA,  
DAVID WILLIAMS, and TIM O'TOOLE,

Defendants.

Case No.: 1:12-cv-28

Honorable Michael R. Barrett

**ORDER FOR APPOINTMENT AS LEAD PLAINTIFF  
AND APPROVAL OF SELECTION OF COUNSEL**

Having considered the motion of Electrical Workers Pension Fund, Local 103, LB.E.W. (“Local 103”) and Greater Pennsylvania Carpenters Pension Fund (“GPCPF”), for appointment as lead plaintiff and approval of selection of counsel,

IT IS HEREBY ORDERED THAT:

I. The motion is granted.

II. This Order (the “Order”) shall apply to the above-captioned action (the “Action”) and to each case that relates to the same subject matter that is subsequently filed in this Court or is transferred to this Court, and is consolidated with the Action.

III. A Master File is established for this proceeding. The Master File shall be Case No. 1:12-cv-28. The Clerk shall file all pleadings in the Master File and note such filings on the Master Docket.

IV. An original of this Order shall be filed by the Clerk in the Master File.

V. The Clerk shall mail a copy of this Order to counsel of record in the Action.

VI. Every pleading in the Action shall have the following caption:

IN RE CHEMED CORP. SECURITIES LITIGATION
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Case No.: 1:12-cv-28

VII. The Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that may properly be consolidated as part of the Action.

VIII. When a case that arises out of the same subject matter as the Action is hereinafter filed in this Court or transferred from another court, the Clerk of this Court shall:

- A. File a copy of this Order in the separate file for such action;
- B. Mail a copy of this Order to the attorneys for the plaintiff(s) in the newly-filed or transferred case, and to any new defendant(s) in the newly-filed case; and
- C. Make the appropriate entry in the Master Docket for the Action.

IX. Each new case that arises out of the subject matter of the Action shall be consolidated with the Action. This Order shall apply thereto, unless a party objects to consolidation (as provided for herein), or to any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party by filing an application for relief, and this Court deems it appropriate to grant such application. Nothing in the foregoing shall be construed as a waiver of Defendants' right to object to consolidation of any subsequently-filed or transferred related action.

X. Local 103 and GPCPF are appointed to serve as Lead Plaintiff in the Action pursuant to 15 U.S.C. § 78u-4(a)(3)(B).

XI. Local 103 and GPCPF's selection of Labaton Sucharow LLP and Robbins Geller Rudman & Dowd LLP as Co-Lead Counsel for the Class is approved pursuant to 15 U.S.C. § 78u-4(a)(3)(B)(v). Co-Lead Counsel shall have the authority to speak for all Plaintiffs and Class members in all matters regarding the litigation, including, but not limited to, pre-trial proceedings, motion practice, trial, and settlement. Co-Lead Counsel shall make all work assignments in such a manner as to facilitate the orderly and efficient prosecution of this litigation, and to avoid duplicative or unproductive effort. Additionally, Co-Lead Counsel shall have the following responsibilities:

- A. to brief and argue motions;
- B. to initiate and conduct discovery, including, but not limited to, coordination of discovery with Defendants' counsel, and the preparation of written interrogatories, requests for admissions, and requests for production of documents;
- C. to direct and coordinate the examination of witnesses in depositions;
- D. to act as spokesperson at pretrial conferences;
- E. to call and chair meetings of Plaintiffs' counsel as appropriate or necessary from time to time;

F. to initiate and conduct any settlement negotiations with Defendants' counsel;

G. to provide general coordination of the activities of Plaintiffs' counsel and to delegate work responsibilities to selected counsel as may be required, in such a manner as to lead to the orderly and efficient prosecution of this litigation and to avoid duplication or unproductive effort;

H. to consult with and employ experts;

I. to receive and review periodic time reports of all attorneys on behalf of Plaintiffs, to determine if the time is being spent appropriately and for the benefit of Plaintiffs, and to determine and distribute Plaintiffs' attorneys' fees; and

J. to perform such other duties as may be expressly authorized by further order of this Court.

XII. Local 103 and GPCPF's selection of Goldenberg Schneider, LPA as Liaison Counsel for the Class is approved.

DATED: April 9, 2012

s/Michael R. Barrett

U.S. DISTRICT JUDGE